IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re	)	Chapter 11
	)	
USG CORPORATION, *et al.*,	)	Case No. 01-2094 (JKF)
	)	
	)	
Marilyn Lewis and Raymond Lewis,	)	
	)	Civil Action No. 06-293 (JFC)
Appellants,	)	
	)	
v.	)	
	)	
USG Corporation, *et al.*,	)	
	)	Bankruptcy Appeal No. 06-32
Appellee.	)	
	)	

DEBTORS' MOTION TO DISMISS APPEAL OF CLAIMANTS MARILYN AND RAYMOND LEWIS AND FOR RELATED RELIEF

The above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby move to dismiss (the "Motion to Dismiss") the above-captioned appeal filed by Claimants Marilyn and Raymond Lewis (the "Claimants") because, among other reasons, the Claimants (i) filed the above-captioned appeal late and (ii) have not complied with Rule 8002 of the Federal Rules of Bankruptcy Procedure.

In support of the Motion to Dismiss, the Debtors rely on their accompanying **Debtors' Opening Brief in Support of Motion to Dismiss Appeal of Claimants Marilyn and Raymond Lewis** filed substantially contemporaneously herewith.

Dated: June 1, 2006
Wilmington, Delaware

/s/ Jason M. Madron

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CERTIFICATE OF SERVICE

I hereby certify that on June 1, 2006, I electronically filed the **Debtors' Motion to Dismiss Appeal of Claimants Marilyn and Raymond Lewis and for Related Relief** with the Clerk of Court using CM/ECF which will send notifications of such filing to the following:

Paul N. Heath
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I hereby certify that on June 1, 2006, I mailed via the United States Postal Service the document to the following non-registered participants:

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